

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

ANDREW R. MAY, Individually and On  
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

TELIK, INC., MICHAEL M. WICK,  
CYNTHIA M. BUTITTA, UBS SECURITIES  
LLC, LEHMAN BROTHERS HOLDINGS  
INC., BEAR STEARNS & CO. INC.,  
NEEDHAM & COMPANY, INC., LAZARD  
FRERES & CO., LLC, FORTIS SECURITIES  
INC. and J.P. MORGAN SECURITIES INC.,

Defendants.

Electronically Filed

Civil Action No. 1:07-cv-04819-CM  
(ECF Case)

KEVIN HENNESSY, Individually and On  
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

TELIK, INC., MICHAEL M. WICK,  
CYNTHIA M. BUTITTA, UBS SECURITIES  
LLC, LEHMAN BROTHERS HOLDINGS  
INC. and J.P. MORGAN SECURITIES INC.,

Defendants.

Civil Action No.1:07-cv-05707-CM

**DECLARATION OF EVAN J. SMITH IN SUPPORT OF THE MOTION OF  
RICHARD SCOTT POOLE TO CONSOLIDATE ACTIONS, TO BE  
APPOINTED LEAD PLAINTIFF AND FOR APPROVAL OF LEAD  
PLAINTIFF'S SELECTION OF LEAD COUNSEL AND LIAISON COUNSEL**

Evan J. Smith, declares under penalty of perjury this 6th day of August, 2007:

1. I am a partner with the law firm of Brodsky & Smith, LLC, proposed Liaison Counsel for class member Richard Scott Poole.
2. I respectfully submit this declaration in support of the motion of Richard Scott Poole for consolidation of the related actions, the appointment of Lead Plaintiff and for approval of Lead Plaintiff's selection of Lead Counsel and Liaison Counsel.
3. Attached hereto as Exhibit A is a true and correct copy of Richard Scott Poole's signed certification pursuant to the requirements of the Private Securities Litigation Reform Act of 1995. 15 U.S.C. § 77z-4(a)(2); 15 U.S.C. § 78u-4(a)(2).
4. Attached hereto as Exhibit B is a true and correct copy of the notice to class members concerning the first-filed of the above-captioned actions that was published on June 6, 2007 on *Business Wire* advising the public of the pendency of a class action filed on behalf of shareholders of Telik, Inc. ("Telik").
5. Attached hereto as Exhibit C is a true and correct copy of a chart of Richard Scott Poole's transactions and approximate losses in Telik securities.
6. Attached hereto as Exhibit D is a true and correct copy of the firm biography for Schiffrin Barroway Topaz & Kessler, LLP, the law firm seeking the Court's approval as Lead Counsel.
7. Attached hereto as Exhibit E is a true and correct copy of the firm biography for Brodsky & Smith, LLC, the law firm seeking the Court's approval as Liaison Counsel.

I hereby declare under penalty of perjury that the foregoing is true and correct.

/s/ Evan J. Smith, Esquire (ES3254)  
Evan J. Smith (ES3254)

**CERTIFICATE OF SERVICE**

It is hereby certified that a copy of the foregoing document was filed and served via electronic transmission with the clerk of court using the CM/ECF system on this 6th day of August, 2007 and thereby served upon all counsel of record. It is further certified that the foregoing document was sent via first class mail, postage pre-paid to the following non-ECF participants:

Jamie A. Levitt  
MORRISON & FOERSTER  
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Linda C. Goldstein  
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/s/ Evan J. Smith, Esquire (ES3254)  
Evan J. Smith (ES3254)